

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:)	
)	Chapter 11
BLOCKFI INC., <i>et al.</i> ,)	
)	Case No. 22-19361 (MBK)
Debtors. ¹)	
)	(Jointly Administered)

**SUPPLEMENTAL DECLARATION OF KENNETH SCHULHOF IN
CONNECTION WITH DEBTORS' APPLICATION FOR ENTRY OF
AN ORDER (I) AUTHORIZING THE DEBTORS TO RETAIN AND EMPLOY
DELOITTE TAX LLP AS TAX SERVICES PROVIDER EFFECTIVE AS OF
MARCH 1, 2023 AND (II) GRANTING RELATED RELIEF**

I, Kenneth Schulhof, under penalty of perjury, declare as follows:

1. I am a partner at Deloitte Tax LLP ("Deloitte Tax"), which has an office at 30 Rockefeller Plaza, New York, NY 10112. I am duly authorized to make and submit this supplemental declaration (the "Declaration") on behalf of Deloitte Tax to further supplement the disclosures contained in my initial declaration (the "Initial Declaration"), attached as Exhibit B to the *Application of Debtors for Entry of an Order (I) Authorizing the Debtors to Retain and Employ Deloitte Tax LLP as Tax Services Provider Effective as of March 1, 2023 and (II) Granting Related Relief* [D.I. 921] (the "Application").²

2. I previously submitted the Initial Declaration in support of the Application. Capitalized terms used but not defined herein shall have the meanings as set forth in the Application.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: BlockFi Inc. (0015); BlockFi Trading LLC (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965); and BlockFi Lending II LLC (0154). The location of the Debtors' service address is 201 Montgomery Street, Suite 263, Jersey City, NJ 07302.

3. As discussed in paragraph 19 of the Initial Declaration, I stated that as additional material information was discovered, Deloitte Tax would supplement the Initial Declaration. Accordingly, by this Declaration, I am further supplementing the disclosures set forth in the Initial Declaration and supplementing the statements set forth therein to address certain questions raised by the U.S. Trustee. The disclosures set forth below are subject to the statements and qualifications made in the Initial Declaration, which are incorporated herein by reference.

4. On May 9, 2023, the Debtors filed the *Application in Lieu of Motion in Support of Entry of an Order Appointing an Independent Fee Examiner and Establishing Related Procedures for the Review of Fee Applications of Retained Professionals* [D.I. 854] (the “Fee Examiner Application”). In the Fee Examiner Application, the Debtors request that the Court appoint Elise S. Frejka to serve as the fee examiner (the “Fee Examiner”) in these Chapter 11 Cases. Ms. Frejka submitted the *Declaration of Disinterestedness of Elise S. Frejka* [D.I. 931] in connection with her appointment as Fee Examiner in these Chapter 11 Cases. On May 17, 2023, the Court entered an order approving the Fee Examiner Application [D.I. 925].

5. Paragraph 17 of the Initial Declaration is hereby supplemented to include additional subparagraphs, as follows:

- i. At least four years prior to the Petition Date, the Fee Examiner was counsel to Deloitte Tax and/or its affiliates in matters unrelated to these chapter 11 cases. Neither the Fee Examiner nor the law firm of Frejka PLLC is currently engaged to perform any services for Deloitte Tax and/or its affiliates.
- j. There are a variety of relationships reflected in **Schedule 2**, which include relationships with clients and/or affiliates thereof, as well as financial, vendor, and alliance relationships, among others. Such relationships may change from time to time with respect to any particular Potential Party-in-Interest. Accordingly, whether any of these relationships are “current” is continuously evolving, as certain relationships which may have concluded could resume or change in the future. In any event, none of the Potential Parties-in-Interest included on **Schedule 2** attached to this Declaration

generated more than 1% of the aggregate net service revenue for Deloitte Tax and its affiliates in each of Deloitte Tax's last two fiscal years.

- k. Deloitte Tax performed queries regarding whether any of the Engagement Partners/Principals/Managing Directors and other professional personnel performing services for the Debtors has bought, sold, traded, or stored cryptocurrency through or on the Debtors' platform. After making such inquiries, Deloitte Tax did not receive any affirmative responses from such individuals.²

6. In order to perform the various services contemplated by the Engagement Agreements, Deloitte Tax will utilize certain of its personnel with experience necessary to perform such services. While the circumstances and timing of these chapter 11 cases may cause Deloitte Tax to adjust the personnel constituting its engagement team for the Debtors, as of the date of this Declaration, a list of such personnel is attached hereto as **Exhibit A**.

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² Other Deloitte U.S. Entities' personnel may have such a relationship with the Debtors; however, Deloitte Tax's inquiry did not encompass all such personnel.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: June 20, 2023

By: /s/ Kenneth Schulhof

Kenneth Schulhof

Partner

Deloitte Tax LLP

EXHIBIT A

Deloitte Tax Engagement Team Personnel

Name	Title	Rate
Fan, Andy	Tax Consultant II	\$ 630.00
Gibian, Craig	Tax Principal	\$ 1,160.00
Lang, Mary Jo	Tax Senior Manager	\$ 1,020.00
Tasso, Nate	Tax Principal	\$ 1,160.00
Ulleweit, Michael	Tax Partner	\$ 1,160.00
Schulhof, Kenneth T	Tax Senior Manager	\$ 1,020.00
Gardyn, Jordon	Tax Senior Manager	\$ 1,020.00
Lee, Sarah	Tax Senior Manager	\$ 1,020.00
Massey, Rob	Tax Partner	\$ 1,160.00
Tilley, Arthur E	Tax Managing Director	\$ 1,160.00
Polster, Andrew	Tax Manager	\$ 870.00
Velazco, Valerie	Tax Senior Manager	\$ 1,020.00
Richter, Jason	Tax Principal	\$ 1,160.00
DiPaolo, Michele	Tax Manager	\$ 870.00
Wojtas, Mike	Tax Senior	\$ 750.00
Meng, Zhaoyu	Tax Consultant II	\$ 630.00
Stewart, Scott	Tax Partner	\$ 1,160.00
Lee, Janet J	Tax Senior Manager	\$ 1,020.00
Cresnik, Matej	Tax Principal	\$ 1,160.00
Lowe, Abby VanHouten	Tax Managing Director	\$ 1,160.00
Jurado, Edgar	Tax Senior	\$ 750.00
Wilson, Clinton	Tax Consultant II	\$ 630.00
Wloch, Peter	Tax Consultant II	\$ 630.00
Davidowitz, Ephraim	Tax Senior Manager	\$ 1,020.00
Cutler, Jonathan	Tax Senior Manager	\$ 1,020.00
DeCastro, Melissa	Tax Manager	\$ 870.00
Madden, Erinn	Tax Managing Director	\$ 1,160.00
Gershman, Edward A.	Tax Managing Director	\$ 1,160.00
Reina, Amy	Tax Managing Director	\$ 1,160.00
Walter, Scott A.	Tax Managing Director	\$ 1,160.00